

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

LORDSTOWN MOTORS CORP., *et al.*,¹

Debtors.

Chapter 11

Case No. 23-10831 (MFW)

(Jointly Administered)

Obj. Deadline: November 27, 2023 at 4:00 p.m. (ET)

**SUMMARY OF FIRST MONTHLY APPLICATION OF MORRIS JAMES LLP,
AS DELAWARE COUNSEL TO THE OFFICIAL COMMITTEE OF
EQUITY SECURITY HOLDERS, FOR ALLOWANCE OF COMPENSATION
AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD FROM
SEPTEMBER 7, 2023 THROUGH SEPTEMBER 30, 2023**

Name of Applicant

Morris James LLP

Authorized to provide professional
services to:

Official Committee of Equity Security Holders
Lordtown Motors Corp., *et al.*

Date of retention order:

October 16, 2023 *nunc pro tunc* to September 7, 2023

Period for which compensation and
reimbursement sought:

September 7, 2023 through September 30, 2023

Compensation sought as actual,
reasonable, and necessary:

\$83,133.20 (80% of \$103,916.50)

Expense reimbursement sought as actual,
reasonable, and necessary:

\$106.57

This is a(n): X monthly interim final

Previous Applications: N/A

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are: Lordstown Motors Corp. (3239); Lordstown EV Corporation (2250); and Lordstown EV Sales LLC (9101). The Debtors' service address is 27000 Hills Tech Ct., Farmington Hills, MI 48331.

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**FIRST MONTHLY APPLICATION OF MORRIS JAMES LLP, AS DELAWARE
COUNSEL TO THE OFFICIAL COMMITTEE OF EQUITY SECURITY HOLDERS,
FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD FROM SEPTEMBER 7, 2023 THROUGH SEPTEMBER 30, 2023**

Morris James LLP (“Morris James”), Delaware Counsel to the Official Committee of Equity Security Holders (the “Equity Committee”) of Lordstown Motors Corp., the above-captioned debtors (the “Debtors”), hereby submits its monthly fee application (the “Application”) for entry of an order pursuant to section 331 of title 11 of the United States Code, 11 U.S.C. §§101 *et seq.*, as amended (the “Bankruptcy Code”) granting interim compensation in the amount of \$103,916.50 and reimbursement of expenses in the amount \$106.57 for the period from September 7, 2023 through September 30, 2023 (the “Compensation Period”), and in support thereof, Morris James respectfully represents as follows:

JURISDICTION AND VENUE

1. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §1334. This is a core proceeding pursuant to 28 U.S.C. §157(b)(2)(A) and (B).

2. Venue of this proceeding and this Application is proper in this District pursuant to 28 U.S.C. §§1408 and 1409.

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are: Lordstown Motors Corp. (3239); Lordstown EV Corporation (2250); and Lordstown EV Sales LLC (9101). The Debtors’ service address is 27000 Hills Tech Ct., Farmington Hills, MI 48331.

3. The statutory predicate for the relief sought herein is section 331 of the Bankruptcy Code.

BACKGROUND

4. On June 27, 2023, (the “Petition Date”), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code (collectively the “Chapter 11 Cases”). The Chapter 11 Cases are being jointly administered for procedural purposes only pursuant to Bankruptcy Rule 1015(b).

5. The Debtors have continued in the possession of its property and has continued to operate and manage its business as Debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in the Chapter 11 Cases.

6. On July 13, 2023, the Debtor filed the *Debtors’ Motion for Entry of an Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Chapter 11 Professionals and Committee Members* (the “Interim Compensation Motion”) [Docket No. 111], and on July 25, 2023, the Court entered an Order approving the Interim Compensation Motion (the “Interim Compensation Order”) [Docket No. 181].

7. On September 7, 2023, the United States Trustee for the District of Delaware (the “United States Trustee”) filed its notice of appointment of the three (3) member Equity Committee pursuant to section 1102(a)(1) of the Bankruptcy Code.² On or about June 16, 2023, the Equity Committee selected Brown Rudnick LLP (“Brown Rudnick”) as its lead counsel, and soon thereafter Morris James was selected to serve as Delaware counsel to the Equity Committee.

² The Equity Committee members are the following: (1) Crestline Management, L.P.; (2) Pertento Partners LLP; and (3) Esopus Creek Value Series Fund LP – Series “A”.

8. On September 27, 2023, the Committee filed the *Application for Entry of an Order Authorizing the Retention and Employment of Morris James LLP as Delaware Counsel to The Official Committee of Equity Security Holders Nunc Pro Tunc to September 7, 2023* (the “Retention Application”) [Docket No. 478]. On October 16, 2023, the Court entered an order approving the Retention Application, *Nunc Pro Tunc to September 7, 2023* [Docket No. 560].

9. A chart detailing the fees during the Compensation Period, by professional and by category and a full and detailed statement describing the services rendered during the Compensation Period, by each professional and paraprofessional at Morris James are both attached as **Exhibit A**.

10. The total sum due to Morris James for professional services rendered on behalf Committee during for the Compensation Period is \$103,916.50 Morris James submits that the professional services it rendered on behalf of the Committee during this time were reasonable and necessary.

11. Morris James incurred \$106.57 of expenses during the Compensation Period. A chart detailing the specific disbursements is attached hereto as **Exhibit B**.

12. The undersigned hereby attests that he has reviewed the requirements of Local Rule 2016-1 and this Application conforms to such requirements, including that travel time was not billed at more than half rate and copying charges were only \$.10 per page.

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WHEREFORE, Morris James hereby requests pursuant to the procedures allowed in the Interim Compensation Order: (i) interim allowance of compensation for necessary and valuable professional services rendered to the Committee in the amount of \$103,916.50 and reimbursement of expenses in the amount of \$106.57 for the period from September 7, 2023 through September 30, 2023; (ii) payment in the total amount of \$83,239.77 (representing 80% of the total fees (\$83,133.20) billed and 100% of the expenses (\$106.57) incurred during the Compensation Period); and (iii) such other relief as this Court deems just and proper.

Dated: November 6, 2023

MORRIS JAMES LLP

/s/ Brya M. Keilson

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*Counsel to the Official Committee of Equity
Security Holders*